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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric
Company
☒ Affects both Debtors

** All papers shall be filed in the Lead
Case, No. 19-30088 (DM).*

Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**EX PARTE APPLICATION FOR ORDER
PURSUANT TO L.B.R. 9013-1(c)
AUTHORIZING OVERSIZE BRIEFING FOR
DEBTORS' OMNIBUS (I) REPLY IN
SUPPORT OF THE DEBTORS' BAR DATE
MOTION, AND (II) OBJECTION TO THE
TCC'S BAR DATE MOTION**

Related Document: Dkt. No. 2636

[No hearing requested]

1 PG&E Corporation (“**PG&E Corp.**”) and Pacific Gas and Electric Company (the
2 “**Utility**”), as debtors and debtors in possession (collectively, “**PG&E**” or the “**Debtors**”) in the
3 above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), hereby submit this *Ex Parte*
4 Application (the “**Application**”), pursuant to Rule 9013-1(c) of the Bankruptcy Local Rules for the
5 United States District Court for the Northern District of California (the “**Bankruptcy Local**
6 **Rules**”), for an order authorizing the Debtors to file an oversize *Omnibus (I) Reply in Support of*
7 *the Debtors’ Bar Date Motion, and (II) Objection to the TCC’s Bar Date Motion* [Dkt. No. 2636]
8 (the “**Omnibus Bar Date Reply and Objection**”)¹, which the Debtors filed on the date hereof.

9 MEMORANDUM OF POINTS AND AUTHORITIES

10 I. JURISDICTION

11 The Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and
12 1334, the *Order Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges*, General
13 Order 24 (N.D. Cal.), and Bankruptcy Local Rule 5011-1(a). This is a core proceeding pursuant to
14 28 U.S.C. § 157(b). Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

15 II. BACKGROUND

16 On January 29, 2019 (the “**Petition Date**”), the Debtors commenced with the Court
17 voluntary cases under chapter 11 of the Bankruptcy Code. The Debtors continue to operate their
18 businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and
19 1108 of the Bankruptcy Code. The Debtors’ Chapter 11 Cases are being jointly administered for
20 procedural purposes only pursuant to Bankruptcy Rule 1015(b).

21 On February 12, 2019, the United States Trustee (the “**U.S. Trustee**”) appointed an
22 Official Committee of Unsecured Creditors (the “**Creditors Committee**”). On February 15, 2019,
23 the U.S. Trustee appointed an Official Committee of Tort Claimants (the “**Tort Claimants**
24 **Committee**”).

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27 ¹ Capitalized terms used but not defined herein have the meanings ascribed to them in the Omnibus
28 Bar Date Reply and Objection.

1 Additional information regarding the circumstances leading to the commencement
2 of the Chapter 11 Cases and information regarding the Debtors' businesses and capital structure is
3 set forth in the *Amended Declaration of Jason P. Wells in Support of the First Day Motions and*
4 *Related Relief* [Docket No. 263].

5 On May 1, 2019, the Debtors filed the *Motion of Debtors Pursuant to 11 U.S.C. §§*
6 *502(b)(9) and 105(a), Fed. R. Bankr. P. 2002, 3003(c)(3), 5005, and 9007, and L.B.R. 3003-1 for*
7 *Order (i) Establishing Deadline for Filing Proofs of Claim, (ii) Establishing the Form and Manner*
8 *of Notice Thereof, and (iii) Approving Procedures for Providing Notice of Bar Date and Other*
9 *Information to all Creditors and Potential Creditors* [Docket No. 1784] (the "**Bar Date Motion**").

10 At least fifteen objections, joinders to objections, and other responses were filed with
11 respect to the Bar Date Motion (collectively, the "**Objections**").

12 On May 31, 2019, the Tort Claimants Committee filed the *Motion of the Official*
13 *Committee of Tort Claimants Pursuant to 11 U.S.C. §§ 105(a), 501 and Fed. R. Bankr. P. 3001(a),*
14 *3003(c), 5005 and 9007 for Entry of an Order (i) Establishing a Bar Date for Filing Fire Claims,*
15 *(ii) Approving the Form and Procedures for Notice of the Bar Date for Fire Claims, and (iii)*
16 *Approving Supplemental Procedure for Notice of the Bar Date to Fire Claimants* [Docket No.
17 2297] (together with the supporting memorandum of law and declarations, the "**TCC Bar Date**
18 **Motion**"). Objections and responses with respect to the TCC Bar Date Motion are due June 19,
19 2019 at 4:00 p.m. (Pacific Time).

20 **III. OVERSIZE BRIEFING FOR THE OMNIBUS BAR DATE REPLY AND** 21 **OBJECTION IS WARRANTED**

22 Bankruptcy Local Rule 9013-1(c) provides that, "Unless the Court expressly orders
23 otherwise, the initial and response memoranda of points and authorities shall not exceed 25 pages of
24 text, and reply memorandum shall not exceed 15 pages of text." B.L.R. 9013-1(c).

25 The Bar Date Motion seeks an order (i) establishing deadlines for filing proofs of claim
26 (the "**Bar Date**"), (ii) establishing the form and manner of notice thereof, and (iii) approving the
27 Debtors' plan for providing notice of the Bar Date and other important deadlines and information to
28 all creditors and potential creditors.

1 The TCC Bar Date Motion proposes a different Bar Date and a claims noticing and
2 proof of claim process that is vastly different from the procedures proposed by the Debtors in their
3 Bar Date Motion.

4 The Debtors submit that sufficient cause exists for the Court to allow oversize briefing
5 for the Omnibus Bar Date Reply and Objection. Because many of the Objections raise similar issues
6 with respect to the Bar Date Motion, including the Debtors' proposed Bar Date and their proposed
7 notice procedures and proof of claim process, responding to the Objections by an omnibus reply is
8 efficient. The Debtors' objections to the TCC Bar Date Motion – namely, to the extended Bar Date
9 proposed by the Tort Claimants Committee and their alternative notice plan – also overlap with the
10 arguments raised by the Debtors' reply to the Objections, and, thus, addressing the TCC Bar Date
11 Motion in the same filing as the Debtors' reply to the Objections is an efficient use of the Debtors'
12 resources and the Court's time. In order to respond sufficiently to fifteen Objections and the TCC Bar
13 Date Motion in a single document, the Debtors submit that they require more than the 15 pages
14 otherwise permitted under the Local Rules.

15 Accordingly, the Debtors believe it is appropriate to request authority for the Omnibus
16 Bar Date Reply and Objection to exceed the 15 pages allowed under Bankruptcy Local Rule 9013-1(c).

17 **IV. NOTICE**

18 Notice of this Application will be provided to (i) the Office of the United States Trustee
19 for Region 17 (Attn: Andrew R. Vara, Esq. and Timothy Laffredi, Esq.); (ii) counsel to the Creditors
20 Committee; (iii) counsel to the Tort Claimants Committee; (iv) the Securities and Exchange
21 Commission; (v) the Internal Revenue Service; (vi) the Office of the California Attorney General; (vii)
22 the California Public Utilities Commission; (viii) the Nuclear Regulatory Commission; (ix) the Federal
23 Energy Regulatory Commission; (x) the Office of the United States Attorney for the Northern District
24 of California; (xi) counsel for the agent under the Debtors' debtor in possession financing facility; and
25 (xii) those persons who have formally appeared in these Chapter 11 Cases and requested service
26 pursuant to Bankruptcy Rule 2002. The Debtors respectfully submit that no further notice is required.

27 No previous request for the relief sought herein has been made by the Debtors to this
28 or any other court.

1 **WHEREFORE**, the Debtors respectfully request entry of an order authorizing the
2 Debtors to file the Omnibus Bar Date Reply and Objection to exceed 15 pages, but not to exceed 30
3 pages (exclusive of any schedules or exhibits thereto and/or any declarations filed in connection
4 therewith), and such other and further relief as the Court may deem just and appropriate.

5 Dated: June 19, 2019

WEIL, GOTSHAL & MANGES LLP

KELLER & BENVENUTTI LLP

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7
8 By: /s/ Jane Kim
 Jane Kim

9 *Attorneys for Debtors and Debtors in Possession*
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